

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

ZACHARY ALLAN STARR, Derivatively on
Behalf of the MASSACHUSETTS INVESTORS
TRUST and the MASSACHUSETTS
INVESTORS GROWTH STOCK FUND,

Plaintiff,

v.

MASSACHUSETTS FINANCIAL SERVICES
COMPANY, et al.,

Defendants

and

MASSACHUSETTS INVESTORS TRUST, et al.,

Nominal Defendants

NOTICE OF APPEARANCE

Please enter the appearance of Jeffrey B. Rudman, William H. Paine, and Jonathan A. Shapiro, Hale and Dorr LLP, on behalf of defendants Massachusetts Financial Services Company, Sun Life Assurance Company of Canada, Sun Life Financial Holdings, Inc., Sun Life Financial (U.S.) Investments, LLC, and Sun Life of Canada (U.S.) Financial Services Holdings, Inc.

Respectfully Submitted,

MASSACHUSETTS FINANCIAL
SERVICES COMPANY, SUN LIFE
ASSURANCE COMPANY OF CANADA,
SUN LIFE FINANCIAL HOLDINGS,
INC., SUN LIFE FINANCIAL (U.S.)
INVESTMENTS, LLC, and SUN LIFE OF
CANADA (U.S.) FINANCIAL
SERVICES HOLDINGS, INC.,

By their attorneys,

/s/ Jonathan A. Shapiro

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William H. Paine (BBO #550506)

Jonathan A. Shapiro (BBO #567838)

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April 7, 2004

CERTIFICATE OF SERVICE

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Dated: April 7, 2004